

EXHIBIT C



LOS ANGELES HEADQUARTERS
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LOS ANGELES, CA 90045

23 August 2019

From: Art delaCruz, President and Chief Operating Officer, Team Rubicon

To: Adam Miller, Chairman of the Board, Team Rubicon
Chris Perkins, Vice Chairman of the Board, Team Rubicon
Geordie Young, Chairman of the Board, Team Rubicon Canada
Jake Wood, Chief Executive Officer and Co-Founder, Team Rubicon
Bryan Riddell, Chief Executive Officer, Team Rubicon Canada

CC: John Pitts, Kirkland and Ellis LLP

Subj.: INTERVIEWS RELATED TO ALLEGATIONS OF INAPPROPRIATE CONDUCT BY RICHARD SHARP,
CEO, TEAM RUBICON UK

Encl: (1) StaffEx Agenda
(2) Team Rubicon Leadership Conference (TRLC) Agenda
(3) Interview of Complainant 2, Associate TR-USA
(4) Written statement from Complainant 2, Associate TR-USA
(5) Interview of Complainant 3, Associate TR-USA
(6) Interview of Witness 1, Associate TR-USA
(7) Interview of Bryan Riddell, CEO TR-CAN
(8) Interview of Witness 2, Director TR-USA
(9) Interview of Trip Henderson, Chief Marketing Officer, TR-USA
(10) Interview of Witness 3, Director TR-USA
(11) Summary of events provided by Complainant 1, Manager TR-CAN to Bryan Riddell re:
Richard Sharp
(12) Email from Bryan Riddell to Richard Sharp
(13) WhatsApp Messages responding to Encl. 11 from Richard Sharp to Bryan Riddell
(14) Email apology sent from Richard Sharp to Complainant 1, Manager TR-CAN via Bryan
Riddell
(15) Email from Josh Anderson, Deputy Director Talent, TR-USA to Richard Sharp, CEO TR-UK
(16) Email response to Encl. 15 from Richard Sharp, CEO TR-UK to Josh Anderson
(17) Interview of Complainant 1, Manager TR-CAN
(18) Interview of Witness 4, Director TR-CAN

- (19) Interview of Witness 5, Director TR-AUS
- (20) Interview of Witness 6, Associate TR-USA
- (21) Interview of Witness 7, Manager TR-USA
- (22) Interview of Witness 8, Partner
- (23) Interview of Adam Szafran, Chief Information Officer, TR Global
- (24) Interview of Richard Sharp, CEO TR-UK
- (25) Statement of Action by Art delaCruz, President and COO TR-USA
- (26) Interview of Witness 5, Director TR-AUS

1. **Purpose:** The following document is a compilation of interviews and statements regarding allegations of inappropriate behavior by Richard Sharp, CEO TR-UK during the 2019 Team Rubicon Leadership Conference. The contents are sensitive, and several interviewees requested anonymity. Please treat the materials accordingly. The following excerpt from the TR-USA Employee Handbook outlines confidentiality policies:

"All allegations of sexual harassment will be quickly and discreetly investigated. To the extent possible, your confidentiality and that of any witnesses and the alleged harasser will be protected against unnecessary disclosure. Communications will be made to others only on a limited "need to know" basis. When the investigation is completed, you will be informed of the outcome of the investigation."

With the exception of executives and personnel that conducted the interviews, names have been redacted in the narrative that follows. The following terminology is utilized:

"Witness": Person interviewed or providing statement that may have seen or heard information regarding events.

"Complainant": Person that has levied allegations or submitted information that indicates he/she may have been wronged.

"[REDACTED]": Person that has been named but is immaterial to investigation.

Titles other than those of executives have been generalized to allow insight into level of personnel within their organizations. They are "Director", "Manager", and "Associate".

Country associations are maintained (e.g. TR-USA, TR-CAN, TR-UK, TR-AUS)

Due to lack of human capital expertise experienced in investigation along with the fact that it was a TR-USA event, Bryan Riddell requested via Jake Wood that Team Rubicon USA lead the investigation. I, Art delaCruz, President and COO TR-USA, served as the lead of this investigation. As a former Commanding Officer in the US Navy, I have a background in conducting military investigations as well as formal training in US Department of Defense Sexual Assault Prevention and Response (SAPR). I did not conduct interviews. Interviews were conducted by two personnel from the People Operations team that have experience in human resource investigations, process, and training. Josh Anderson, Team Rubicon Head of Talent, served as the primary investigator. He has a human resource and recruiting background that began after his transition from the US Marine Corps in 2007. Shantal Merchain served as a co-interviewer throughout the process and brings extensive experience as a human resources manager, including at a Fortune 500 company.

2. **Guidance:** The investigation process was initiated on 19 August 2019. Jake Wood (CEO TR-USA) requested for Josh Anderson (Deputy Director Talent TR-USA) to investigate an incident that was reported to Bryan Riddell on 18 August 2019 by Complainant 1, Manager TR-CAN. Complainant 1, Manager TR-CAN submitted an incident report (Encl. 11), alleging misconduct by Richard Sharp (CEO TR-UK) and Geoff Evans (CEO TR-AUS).
3. **US Definitions and Standards:** For a baseline prior to the interviews, the interview team and I discussed standards and definitions for harassment and sexual harassment, and the threshold of what constitutes unlawful harassment in the United States. These definitions are directly from the Equal Employment Opportunity Commission (EEOC), the federal agency that administers and enforces civil rights laws against workplace discrimination and harassment.

i. Harassment

Harassment is defined as unwelcome & offensive conduct that is based on race, color, religion, sex, national origin, age (40 or older), disability or genetic information.

Offensive conduct may include, but is not limited to, offensive jokes, slurs, epithets or name calling, physical assaults or threats, intimidation, ridicule or mockery, insults or put-downs, offensive objects or pictures, and interference with work performance.

ii. Sexual Harassment

Sexual Harassment is unlawful harassment based on a person's sex. Sexual harassment includes unwanted verbal (unwelcome sexual advances, requests for sexual favors, etc.), visual or physical conduct of a sexual nature

Harassment does not have to be of a sexual nature, however, and can include offensive remarks about a person's sex. For example, it is illegal to harass a woman by making offensive comments about women in general.

iii. Threshold

Harassment becomes unlawful where:

1) The conduct is severe or pervasive enough to create a work environment that a reasonable person would consider intimidating, hostile, or abusive.

Or

2) Enduring the offensive conduct becomes a condition of continued employment

Petty slights, annoyances, and isolated incidents (unless extremely serious) will not rise to the level of illegality. To be unlawful, the conduct must create a work environment that meet at least one of the following conditions would be either intimidating, hostile, or offensive to reasonable people.

Although the law doesn't prohibit simple teasing, offhand comments, or isolated incidents that are not very serious, harassment is illegal when it is so frequent or severe that it creates a hostile or offensive work environment. Harassment is also illegal when it results in an adverse employment decision (such as the victim being fired or demoted).

iv. Additional Considerations

· The harasser can be the victim's supervisor, a supervisor in another area, an agent of the employer, a co-worker, or a non-employee.

- The victim does not have to be the person harassed but can be anyone affected by the offensive conduct.
- Both victim and the harasser can be either a woman or a man, and the victim and harasser can be the same sex.
- Unlawful harassment may occur without economic injury to, or discharge of, the victim.

4. **Team Rubicon Standards:** Additionally, we discussed the standards outlined in the Team Rubicon Employee Handbook regarding TR-USA policies related to harassment definitions, examples of harassment, reporting requirements, investigation process, requirements, and rules against retaliation. The following is an excerpt from the TR Employee Handbook:

Sexual and Other Unlawful Harassment

TR is committed to providing a work environment that is free from all forms of discrimination and conduct that can be considered harassing, coercive, or disruptive, including sexual harassment. Actions, words, jokes, or comments based on an individual's sex, race, color, national origin, age, religion, disability, sexual orientation, gender identity, pregnancy, military status, or any other legally protected characteristic will not be tolerated.

Harassment is unwelcome verbal, visual or physical conduct creating an intimidating, offensive, or hostile work environment that interferes with work performance. Examples of harassment include verbal (including slurs, jokes, insults, epithets, gestures or teasing), graphic (including offensive posters, symbols, cartoons, drawings, computer displays, or e-mails) or physical conduct (including physically threatening another, blocking someone's way, etc.) that denigrates or shows hostility or aversion towards an individual because of any protected characteristic. Such conduct constitutes harassment when: 1) it has the purpose or effect of creating an intimidating, hostile, or offensive working environment; or 2) it has the purpose or effect of unreasonably interfering with an individual's work performance; or 3) it otherwise adversely affects an individual's employment opportunities.

Sexual harassment is defined as unwanted sexual advances, or visual, verbal, or physical conduct of a sexual nature. This definition includes many forms of offensive behavior and includes gender-based harassment of a person of the same sex as the harasser. The following is a partial list of examples:

- Unwanted sexual advances.
- Offering employment benefits in exchange for sexual favors.
- Making or threatening reprisals after a negative response to sexual advances.
- Visual conduct that includes leering, making sexual gestures, or displaying of sexually suggestive objects or pictures, cartoons or posters.
- Verbal conduct that includes making or using derogatory comments, epithets, slurs, or jokes.
- Verbal sexual advances or propositions.
- Verbal abuse of a sexual nature, graphic verbal commentaries about an individual's body, sexually degrading words used to describe an individual, or suggestive or obscene letters, notes, or invitations.
- Physical conduct that includes touching, assaulting, or impeding or blocking movements.

Unwelcome sexual advances (either verbal or physical), requests for sexual favors, and other verbal or physical conduct of a sexual nature constitute sexual harassment when: (1) submission to such conduct is made either explicitly or implicitly a term or condition of employment; (2) submission or rejection of the conduct is used as a basis for making employment decisions; or, (3) the conduct has the purpose or effect of interfering with work performance or creating an intimidating, hostile, or offensive work environment.

If you experience or witness sexual or other unlawful harassment in the workplace, you are required to report it immediately to your supervisor or People Operations. If your supervisor is unavailable or you believe it would be inappropriate to contact that person, you should immediately contact any other member of the leadership team or People Operations. You can raise concerns and make reports without fear of reprisal or retaliation.

All allegations of sexual harassment will be quickly and discreetly investigated. To the extent possible, your confidentiality and that of any witnesses and the alleged harasser will be protected against unnecessary disclosure. Communications will be made to others only on a limited "need to know" basis. When the investigation is completed, you will be informed of the outcome of the investigation. If you make a complaint under this policy and have not received a satisfactory response, you should contact People Operations.

Any supervisor or manager who becomes aware of possible sexual or other unlawful harassment must immediately advise People Operations so it can be investigated in a timely and confidential manner. Upon completion of the investigation, if necessary, corrective measures will be taken. These measures may include, but are not limited to: training,

counseling, warning, suspension, or immediate dismissal. Anyone, regardless of position or title, found through investigation to have engaged in improper harassment will be subject to discipline up to and including discharge. If the investigation is inconclusive, TR may still provide counseling or take other appropriate steps.

TR prohibits any form of discipline or retaliation for reporting in good faith the incidents of harassment in violation of this policy, pursuing any such claim or cooperating in the investigation of such reports.

5. **Event:** Team Rubicon hosted the 2019 Team Rubicon Staff-ex and the Team Rubicon Leadership Conference (TRLC) in Estes Park, Colorado from 13-14 August and 14-18 August respectively. At peak attendance, nearly five hundred Greyshirts (inclusive of paid staff, volunteer leaders, guest sponsors) were in attendance. Representatives of the Team Rubicon network participated as follows:

- a. Team Rubicon Global – 1
- b. Team Rubicon UK – 3
- c. Team Rubicon Canada – 3
- d. Team Rubicon Australia – 3

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The following is an overview of the composition of the StaffEx, and TRLC overall:

- a. StaffEx Attendees – 126
 - i. 47 Female (37.3% of StaffEx)
 - ii. 79 Male (62.7% of StaffEx)
- b. TRLC Attendees – 355
 - i. 134 Female (37.7% of TRLC)
 - ii. 221 Male (62.3% of TRLC)
- c. Overall Attendees – 481
 - i. 181 – Female (37.6% Overall)
 - ii. 300 – Male (62.4% Overall)

Encl. 1 shows the agenda for the StaffEx. During the event cultural expectations and behavior at the YMCA were discussed. Beer was available during the welcome aboard gathering and the staff campfire; no hard liquor was available.

Encl. 2 shows the agenda for TRLC. Like the StaffEx, norms and expected behaviors were discussed

and beer was available in the evenings during the campfire, dinner, and BBQ. Wine was available during the dinner.

During the entirety of the week, four unexpected incidents occurred and were brought to my attention. On the evening of 14 August 2019, a YMCA employee asked a group of people congregated outside of the Ram's Head Lodge if they could lower the noise level; the issue was immediately resolved and monitored by those present. On the morning of 15 August 2019, I was notified by Witness 2, Director TR-USA, VP of Programs and Field Operations that "Richard had said something stupid last night but has apologized". On the evening of 16 August 2019 / early morning 17 August 2019, a volunteer was transported to the local hospital for a potential heart attack; the volunteer was examined, and it was determined to be related to an existing condition. He returned to the YMCA that morning and arrangements were made to fly him home that evening. On 17 August 2019 Jake Wood, CEO TR-USA, was notified by Bryan Riddell, CEO TR-CAN of allegations misbehavior addressed in this document; Jake notified me.

On 22 August 2019, all TRLC attendees were sent a post-TRLC survey via Qualtrix. At completion of the survey, this data will be compiled and utilized for after-action reports.

6. **Narrative:** The incident was alleged to have occurred on the evening Friday, 16 August and into the morning of Saturday, 17 August. After the day's formal TRLC agenda had concluded, attendees were congregating in smaller groups throughout the YMCA campus. Complainant 1, Manager TR-CAN's written statement in Encl. 11 outlines what transpired in detail that evening and early morning.

Encl. 12-13 include digital correspondence between Bryan Riddell and Richard Sharp regarding the allegations. Encl. 14 also includes an apology from Richard Sharp and a request that it be forwarded by Bryan Riddell to Complainant 1, Manager TR-CAN.

Encl. 3 introduces a secondary allegation of inappropriate behavior. After the interview process had been initiated, Complainant 2, Associate TR-USA, approached Jake Wood on Tuesday, 20 August 2019 and recounted an encounter with Richard Sharp that had occurred three days earlier than the allegations of Complainant 1, Manager TR-CAN. This behavior was also investigated, and the pertinent interviews are included in Encl. 3-6. The team viewed these as pertinent to the overall evaluation of Richard Sharp's behavior and in Encl. 15, Josh Anderson, Deputy Director Talent TR-

USA notifies Richard Sharp that the investigation covers the entirety of his attendance from 14 – 18 August 2019.

The Enclosures are ordered to represent the two events in chronological order. They also include the notes of both Josh Anderson and Shantal Merchain. The team began to interview personnel based on who was present in the Assembly Hall and interviewed additional people based on the first-hand accounts stemming from the initial interviews.

7. **Conclusions:** All interviews included in this document were conducted by individuals who were independent and neutral parties to the incidents in question. This document's purpose is to provide objective and impartial recollections of the incidents. My hope is that the interviews and statements provided will provide a basis to make a well-informed decision regarding the allegations and to guide subsequent outcomes. I welcome follow-on questions should they arise. Please forward any questions or concerns to me at delacruz@teamrubiconusa.org.

Very Respectfully,

A handwritten signature in black ink, appearing to read 'A.M. delaCruz', is written over a large, semi-transparent red watermark that says 'CONFIDENTIAL'.

A.M. delaCruz

President and COO, Team Rubicon

USA

Enclosure 1

StaffEx Agenda

<div>StaffEx Agenda</div>	
<p>DAY 1 - all sessions in Assembly Hall, unless otherwise noted</p> <p>Uniform of the Day: greysuits, closed-toed shoes.</p>	
<p>7:00AM - 7:45AM Breakfast Assembly Hall</p>	<p>8:00AM - 8:45AM Morning Address Assembly Hall</p>
<p>9:00AM - 11:45AM Major Executive Sessions Assembly Hall</p>	<p>12:00 - 12:45PM Lunch Assembly Hall</p>
<p>1:00PM - 3:00PM SECURE Departmental Sessions Assembly Hall</p>	<p>2:00PM - 3:00PM SECURE Departmental Sessions Assembly Hall</p>
<p>3:00PM - 5:00PM SECURE Departmental Sessions Assembly Hall</p>	<p>3:00PM - 5:00PM SECURE Departmental Sessions Assembly Hall</p>
<p>5:00PM - 6:30PM Dinner Assembly Hall</p>	<p>6:30PM - 8:00PM Free Time Assembly Hall</p>
<p>4:00PM - 6:00PM Campfire Assembly Hall</p>	
<p>DAY 2 - all sessions in Assembly Hall, unless otherwise noted</p> <p>Uniform of the Day: greysuits</p>	
<p>7:00AM - 7:45AM Breakfast Assembly Hall</p>	<p>8:00AM - 8:45AM Morning Address Assembly Hall</p>
<p>9:00AM - 9:45AM TR History & Culture Tour Assembly Hall</p>	<p>10:00AM - 10:45AM TR Executive Sessions Assembly Hall</p>
<p>11:00AM - 11:45AM TR Executive Sessions Assembly Hall</p>	<p>12:00PM - 12:45PM Lunch Assembly Hall</p>
<p>1:00PM - 1:45PM Closing Remarks Assembly Hall</p>	<p>1:55PM - 2:00PM SECURE (ing Dept. Team & individual Photos) Assembly Hall</p>
<p>2:00PM HISTORIC - Session TRC in Hall Assembly Hall</p>	<p>3:00PM - 3:45PM Campfire Assembly Hall</p>

Enclosure 2

TRLIC Agenda

CURRENT 2019 TRLC Agenda								
G	H	I	J	K	L	M	N	O
								Ask Brent to confirm shuttle start times
STAFF SYNC Thurs - Aug 15		TRLC Day 1 Fri - Aug 16		TRLC Day 2 Sat - Aug 17		Travel Day Sun - Aug 18		
		Team Breakfast		Team Breakfast		Team Breakfast (optional)		700
								715
								730
								745
		Morning Stand Up		Morning Stand Up		Closing Remarks		800
		Welcome & Conference Theme		Territory Team Time				815
						NETWORKING		830
								845
								900
		Digital Transformation		Leader Lifecycle: Comms/Dev Intro				915
								930
		Break & Switch		Break & Switch				945
								1000
		Leader Lifecycle Intro		Session D Culture Council w/ Jake				1015
								1030
		Break & Switch		Break & Switch				1045
								1100
		Leader Lifecycle: Field Ops/ReBuild Intro		Session E (Ask Me Anythings)				1115
								1130
		Break & Switch		Break & Switch				1145
								1200
		Lunch (90 Mins)		Lunch (90 Mins)				1215
								1230
								1245
								1300
		Session A (11 Breakout Options)		Session F (Ask Me Anythings)				1315
						Travel Window for ALL		1330
		Break & Switch		Break & Switch				1345
								1400
		Session B (11 Breakout Options)		Leader Lifecycle: Functional Onboarding Feedback + Open Functional Time				1415
		Break & Switch						1430
								1445
		Session C (11 Breakout Options)						1500
								1515
								1530
		Break & Switch		Break & Switch				1545
								1600
		Territory Time / Booth Visits		Territory Team Time				1615
								1630
		Break & Switch		Break & Switch				1645
								1700
								1715
								1730
								1745
								1800
								1815
								1830
								1845
Dinner on Own in Cafeteria; Welcome @ Fire Pit in Evening		Keynote Speakers & Catered Dinner		Close-Out BBQ /Social Time				1900
								1915
								1930
								1945

Enclosure 3

Verbal Statement

Source: Complainant 2, Associate TR-USA

Provided to: Josh Anderson (Deputy Director Talent, TR USA) on 20 August 2019

On the evening of 14 August – the first night of StaffEx – a group of employees was hanging out in the lobby of a lodge building. The group relocated to the basement of the lodge due to noise. Included in the group were Complainant 2, Associate TR-USA, Richard Sharp, Trip Henderson, Witness 2, Director TR-USA, Witness 3, Director TR-USA, Complainant 3, Associate TR-USA, Witness 1, Associate TR-USA, and others.

Richard, noticeably intoxicated, made comments to Complainant 2, Associate TR-USA indicating that he felt like they “really hit it off” at the 2017 Christmas party in Los Angeles. He then proceeded to make repeated “passes” at her, making physical contact and noticeably hitting on her, to the point that he told her she needed to get away from him “before something happens.” Complainant 3, Associate TR-USA expressed to Complainant 2, Associate TR-USA that she was uncomfortable for her, during their interactions with Richard, as it was evident that he was making advances at Complainant 2, Associate TR-USA. During the same evening, Richard was also belligerently using inappropriate terms (e.g. “the C word”) in mixed company, and was asked to stop multiple times by Trip. Complainant 2, Associate TR-USA also recounted that Richard was verbally confrontational with male members of staff, e.g. telling Witness 1, Associate TR-USA that he’s “not an alpha male,” presumably because he didn’t serve in the military.

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Enclosure 4**Written Statement****Source: Complainant 2, Associate TR-USA****Sent to: Josh Anderson (Deputy Director Talent, TR USA) via Slack on 20 August 2019**

On the evening of 14 August – the first day of StaffEX– a group of employees was hanging out in the lobby of a lodge building. The group relocated to the basement of the lodge due to noise. Included in the group were Complainant 2, Associate TR-USA, Richard Sharp, Trip Henderson, Witness 2, Director TR-USA, Witness 3, Director TR-USA, Complainant 3, Associate TR-USA, Witness 1, Associate TR-USA, and others. Complainant 2, Associate TR-USA reports that Richard, noticeably intoxicated, made comments about her appearance and how she was a “Hot American” and was incredible flirtatious throughout the night. She was sitting at the base of the fireplace and he came and joined her, she was visibly uncomfortable by how close he was sitting that she would subtly move in the opposite direction. When she moved he moved, he placed his hand on her back and touched her leg like any drunk guy would at a bar. As the night went on his language became very inappropriate he would say things like the c-word and other normal British cuss words which made Trip very uneasy to the point that he told him to stop, Richard did not and Trip kept asking him to. Trip eventually left. At this point in the night Richard was telling Complainant 2, Associate TR-USA that their relationship had changed since the last time they met (Christmas party 2017) saying that they were “vibing so much at the Christmas party, and now they aren’t.” He continued to be very flirty with her. At one point he told Complainant 2, Associate TR-USA she was “shallow” to which led her to ask him what he wanted to talk about that would make her not seem as shallow? He said, “war.” From there Richard told Complainant 2, Associate TR-USA “one of us should leave,” so Complainant 2, Associate TR-USA did because it was getting to the point where Complainant 2, Associate TR-USA thought something was going to happen next. She doesn’t really remember what happened next but it led to Richard getting really heated and telling Complainant 3, Associate TR-USA that she was “an ungrateful prick,” which made Complainant 3, Associate TR-USA get emotional. Complainant 2, Associate TR-USA realized in that moment it was time for them to leave and go to bed so she told the group they were headed out. Witness 3, Director TR-USA & Witness 2, Director TR-USA realized that Complainant 3, Associate TR-USA was crying and stepped in to stop everything going on. Richard continued to say things to Complainant 3, Associate TR-USA & Complainant 2, Associate TR-USA (Complainant 2, Associate TR-USA doesn’t remember them), but Witness 2, Director TR-USA had ushered Complainant 3, Associate TR-USA & Complainant 2, Associate TR-USA upstairs while Witness 3, Director TR-USA stayed with Richard downstairs. While Complainant 2, Associate TR-USA & Complainant 3, Associate TR-USA were going upstairs Richard kept egging them on saying things like “Nobody likes you guys (Complainant 2, Associate TR-USA & Complainant 3, Associate TR-USA)” but then he made eye contact with Complainant 2, Associate TR-USA and said “Well everyone loves Complainant 2, Associate TR-USA.” Witness 2, Director TR-USA told Complainant 3, Associate TR-USA & Complainant 2, Associate TR-USA to “keep walking and ignore him.”

The next day, the second day of StaffEx, Richard apologized to Complainant 2, Associate TR-USA & Complainant 3, Associate TR-USA for his inappropriate language. Trip had pulled Complainant 2, Associate TR-USA aside and told her that he and Witness 2, Director TR-USA had talked to Richard and told him that he was being inappropriate language.

Enclosure 5

Verbal Statement

Source: Complainant 3, Associate TR-USA

Provided to: Josh Anderson (Deputy Director Talent, TR USA) on 20 August 2019

On the evening of 14 August – the first night of StaffEx – a group of employees was hanging out in the lobby of a lodge building. The group relocated to the basement of the lodge due to noise. Included in the group were Complainant 2, Associate TR-USA, Richard Sharp, Trip Henderson, Witness 2, Director TR-USA, Witness 3, Director TR-USA, Complainant 3, Associate TR-USA, Witness 1, Associate TR-USA, and others.

Complainant 3, Associate TR-USA recounted that Richard was verbally abusive and belligerent, calling her an “ungrateful prick” because she didn’t serve in the military. He used a lot of offensive language (including “the C word”), and was being uncomfortably physical and flirtatious with Complainant 2, Associate TR-USA throughout the evening. Complainant 3, Associate TR-USA felt incredibly uncomfortable with Richard, and ended up in tears multiple times that evening (and since) because of her interactions with him. She indicated he was threatening and untoward with young female staff members, including herself, throughout the conference.

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Enclosure 6

Verbal Statement

Source: Witness 1, Associate TR-USA

Provided to: Josh Anderson (Deputy Director Talent, TR USA) and Shantal Merchain (Manager HR Ops, TR USA) on 20 August 2019

Josh's Notes:

Witness 1, Associate TR-USA went on a moonlight hike for his birthday.

Upon returning to the lodge, had a beer with Witness 2, Director TR-USA, Witness 3, Director TR-USA, Complainant 2, Associate TR-USA, Complainant 3, Associate TR-USA, who were gathered.

To avoid disturbing guests, they moved to the lower lodge/basement lobby area. That's when Rich Sharp came out. He was visibly intoxicated and immediately started acting like an "arrogant asshole."

Started making obvious advances to Complainant 2, Associate TR-USA, could tell she was visibly uncomfortable. Tried to get him to stop making physical contact with Complainant 2, Associate TR-USA. He didn't really care. Sitting on a ledge. Rich kept inching closer and closer, and Complainant 2, Associate TR-USA kept moving - until they were on the complete other edge of the fireplace 30 minutes later.

Rich got aggressive with Complainant 3, Associate TR-USA. Was kind of "verbally abusive," demeaning Complainant 3, Associate TR-USA, living up to every negative stereotype of veterans. Dropping the word "cunt" left and right. I was like "who the fuck is this guy?" Looked at Witness 2, Director TR-USA, asked "is this normal?" Witness 2, Director TR-USA said he would talk to him.

Not a good situation for anyone involved. It was unbecoming someone of his stature. I was ashamed to be a part of the organization for the first time. The fact that he was in a leadership position was ghastly.

Dude from Canada stopped by. He seemed like a really nice dude. Didn't stay very long. Didn't say or do anything inappropriate.

About 2:10am on Thursday 8/15, Complainant 3, Associate TR-USA could tell Complainant 2, Associate TR-USA was ready to get out of there. That was right after Rich started getting abusive to Complainant 3, Associate TR-USA. They were both like, time to go. Witness 1, Associate TR-USA was really uncomfortable, too. They asked Witness 1, Associate TR-USA to clean up after them so that they wouldn't have to get close to Rich again. The three of them went upstairs and all parted ways.

Witness 2, Director TR-USA walked Complainant 2, Associate TR-USA and Complainant 3, Associate TR-USA to their rooms to make sure they were okay.

Who else was there? [REDACTED] might have been in and out. Not sure what he may have seen or heard, but worth talking to him.

Shantal's Notes

Witness 1, Associate TR-USA explained that he did not have the most flattering experience with Richard. He said upon returning to the lodge from a night hike with [REDACTED] he walked through the lobby and saw Witness 2, Director TR-USA, Complainant 2, Associate TR-USA and Complainant 3, Associate TR-USA.

The moved to the lower level lobby since this lobby was further away from the rooms and they would be less likely to disturb any guests.

Witness 1, Associate TR-USA explained that Richard then walk down through the lobby and summarized that based on the interactions he had with Richard and what he observed he came of as “arrogant” and explained that he witnessed “uncomfortable approached between Richard and Complainant 2, Associate TR-USA.

Witness 1, Associate TR-USA explained that he saw Richard invade Complainant 2, Associate TR-USA’s personal space several times and that Complainant 2, Associate TR-USA looked visibly uncomfortable. A specific example that Witness 1, Associate TR-USA shared was that Richard and Complainant 2, Associate TR-USA were sitting on a ledge near the fireplace. Richard continued to get close to Complainant 2, Associate TR-USA, each time Richard would get close to Complainant 2, Associate TR-USA, Complainant 2, Associate TR-USA would back away. Witness 1, Associate TR-USA said they started on one side of the ledge and they ended up down in the opposite end because Richard continued to invade Complainant 2, Associate TR-USA’s personal space.

Witness 1, Associate TR-USA said he was not within earshot range of Complainant 2, Associate TR-USA & Richard’s conversation, and did not hear anything specific that would be deemed inappropriate.

Later in the evening, Witness 1, Associate TR-USA said Richard began to get aggressive with Complainant 3, Associate TR-USA. He said he overheard him Richard tell Complainant 3, Associate TR-USA the following:

- “You’re just a snowflake”
- “You should be thanking me for your security and for all the people I killed in the Middle East”
- Used the word “Cunt” on several instances

Witness 1, Associate TR-USA mentioned that Complainant 2, Associate TR-USA, Complainant 3, Associate TR-USA, Witness 2, Director TR-USA, and Witness 3, Director TR-USA were all present when Richard made these comments.

Once these comments were made Complainant 2, Associate TR-USA and Complainant 3, Associate TR-USA were visibly uncomfortable and Witness 1, Associate TR-USA said that one of them said “it’s time to go”. Witness 2, Director TR-USA walked Complainant 2, Associate TR-USA and Complainant 3, Associate TR-USA back to the room. Witness 1, Associate TR-USA also mentioned after the incident occurred Witness 2, Director TR-USA acknowledge what happened and told Witness 1, Associate TR-USA “I’ll take care of it”. Witness 1, Associate TR-USA threw some empty beer cans out that were in the lobby and went to his room.

Enclosure 7

Verbal Statement

Source: Bryan Riddell (CEO, TR Canada)

Provided to: Josh Anderson (Deputy Director Talent, TR USA) and Shantal Merchain (Manager HR Ops, TR USA) on 21 August 2019

Josh's Notes:

Recollection kind of fuzzy

Entered into fireplace area.

Richard Sharp, Complainant 2, Associate TR-USA, Trip Henderson and Witness 3, Director TR-USA were there.

Richard sat down on the mantle of the fireplace.

Didn't see Richard "target" anybody.

Definitely remember the language he was using.

Used the word "cunt" really frequently. Wondered whether it was a British thing, whether people sloughed it off there.

Trip was taken aback, whispered into Richard's ear, and Richard toned it down a bit.

Called Bryan that a few times previously in the night, but didn't direct it to anyone specifically in broader company.

Witness 2, Director TR-USA came in and he and Richard started wrestling a bit. Wasn't out of anger or frustration, but didn't do Richard any favors to show the kind of guy he was being that night. He can be perceived as a bit of a bully, especially when alcohol is involved.

Richard was pretty inebriated at that point in the night.

To him, the ultimate question related to harassment was whether anyone felt uncomfortable based on his words or behavior. That alone is sufficient

Would you have come forward to us if we hadn't come to you first?

Feels a lot of guilt in this. Responsibility was 100% his to make sure the team was safe. Feels like he failed Complainant 1, Manager TR-CAN. Part of the challenge for him that weekend was they were meeting so many people for the first time that weekend. Highlights the importance of first impressions.

Shantal's Notes:

Bryan started off by saying that his recollection of the night was "fuzzy".

He remembers walking into the lobby the night of the incident and saw Witness 3, Director TR-USA telling a story to a group of people, he mentioned Trip Henderson was present.

Bryan recalled that Richard used the word "Cunt" on several occasions in front of the group of people that were present in the lobby that night. He said he observed Trip Henderson get up from

his set and whisper something in Richard's ear. Bryan was not able to hear what Trip told Richard, but he said once Trip went up to him Richard stopped using that word.

Bryan does not remember Richard directing this word to anyone in particular but instead o be directed to anyone in particular but that he was using it in gest.

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Enclosure 8**Verbal Statement****Source: Witness 2, Director TR-USA****Provided to: Josh Anderson (Deputy Director Talent, TR USA) and Shantal Merchain (Manager HR Ops, TR USA) on 21 August 2019***Josh's Notes:*

Was about to go to bed on the first night, saw Rich pop out of the room across the hall. Went down to the lobby, hung out for awhile.

Rich and I were goofing off, wrestled, late night messing around. He got out of line. The stuff he said to Complainant 2, Associate TR-USA and Complainant 3, Associate TR-USA was just not acceptable. I would struggle to give you guys quotes or exact statements. Generally offensive language. It wasn't generic, it was directed at people. As that snowball started to form, Witness 3, Director TR-USA grabbed him and moved him, got him to go to bed. Next morning, Trip and I touched base. Told Rich you were way the fuck out of line, you owe everyone an apology. Told Jake and Art that Rich got out of line, that Complainant 2, Associate TR-USA and Complainant 3, Associate TR-USA were the recipients, he told Rich that he needed to apologize. The three of them didn't talk about it again after that.

Didn't really see Rich much. Saw him briefly that morning. Told him he needed to apologize, he said he apologized. Confirmed with Complainant 2, Associate TR-USA and Complainant 3, Associate TR-USA that he had apologized.

Aside from one more midday meeting to talk to him about strategy, didn't really interact with Rich much more throughout the conference.

Remembers him using the words "cunt" and "snowflake." Cannot remember confidently who they were directed at, but recalls him going at Complainant 3, Associate TR-USA the hardest. She took the brunt of his abusive language. Conversation was around service, prior service, military service, war ... somehow Complainant 3, Associate TR-USA tripped Rich into being kind of a dick.

As soon as it started sliding downhill, Witness 3, Director TR-USA and Witness 2, Director TR-USA intervened and got him away from the group. Trip and Witness 2, Director TR-USA demanded an apology. Doesn't know what the best response would be because they're a separately chartered organization. This type of behavior is not okay no matter where you are.

I like the guy, but I'm not okay with the behavior. I was supposed to attend his wedding in a couple of weeks but will hold off on booking that trip. (Josh advised Witness 2, Director TR-USA to not make contact with Richard while the investigation is underway.)

Shantal's Notes:

Witness 2, Director TR-USA said after the campfire the first night of StaffX, he went back to the lodge and saw Richard pop out of his room (both of their rooms were in the same hall). They both went into the lounge together and were playing around, then began wrestling one another.

Witness 2, Director TR-USA said the first half of the night everyone was getting along well. Unfortunately, later on that night Richard got 'out of line' and began using inappropriate language.

Witness 2, Director TR-USA heard Richard continuously use the word “Cunt”. When asked if Richard was directing this word at anyone in particular he said, Richard directed this word at Complainant 3, Associate TR-USA (at least one of the many times he used it). Witness 2, Director TR-USA shared that he also called Complainant 3, Associate TR-USA a “Snowflake”. When asked what he believed to be the source of Richard’s aggression toward Complainant 3, Associate TR-USA, he said that they were discussing military service and when Complainant 3, Associate TR-USA shared her opinion about the topic, Richard did not seem to appreciate her opinion and lashed out at her.

Witness 2, Director TR-USA said that Witness 3, Director TR-USA then walked Richard out of the lounge since the situation was quickly escalating and wanted to remove Richard from the situation.

Witness 2, Director TR-USA said he followed up with Richard the next morning and told him that his behavior last night was “out of line” and asked him to apologize to Complainant 3, Associate TR-USA & Complainant 2, Associate TR-USA.

Witness 2, Director TR-USA then checked in with Complainant 3, Associate TR-USA & Complainant 2, Associate TR-USA and they confirmed that Richard apologized to them and told Witness 2, Director TR-USA that they were “okay”. After this, Witness 2, Director TR-USA said he told Jake and Art about the incident from the night before. He added that it was in passing right before he went up on stage and mentioned to Jake & Art “Rich got out offline with Complainant 2, Associate TR-USA & Complainant 3, Associate TR-USA” and let them both know that he was going to (or had already apologized) to them both. Witness 2, Director TR-USA said the three of them did not discuss the incident further & the incident was never mentioned again after that.

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Enclosure 9**Verbal Statement****Source: Trip Henderson (CMO, TR USA)****Provided to: Josh Anderson (Deputy Director Talent, TR USA) and Shantal Merchain (Manager HR Ops, TR USA) on 21 August 2019***Josh's Notes:*

Saw a lot of Rich at the conference, in a bunch of settings and places.

Probably at least half a dozen times that I ran into him with his two colleagues in tow. Most of those times he was professional, nothing out of the ordinary. Good most of the time.

Night of the first bonfire was when shit hit the fan. Got to the bonfire late, saddled up at the edge. Sharp and Bryan Riddell were standing in the same vicinity. As it started to break up, we started talking network-related stuff. Rich and Jake and Riddell proposed that they convene at his room to continue the conversation in private. The other two UK women went back to their rooms. Sharp pulled Trip in to the conversation and he joined them in Jake's room, and they continued to talk about network stuff. Art joined them and the convo continued for quite awhile.

At some point, Trip said it was time to disperse. He was the first to punch out of the conversation, left Jake's room and headed to his room, which sent him through the common area of Longs Peak lodge. In that area were Witness 1, Associate TR-USA, Complainant 3, Associate TR-USA, Witness 3, Director TR-USA, Witness 2, Director TR-USA and Complainant 2, Associate TR-USA sitting on the mantle of the fireplace. Trip sat down between Witness 3, Director TR-USA and Complainant 3, Associate TR-USA. Not too long after that, Richard and Bryan left Jake's room and joined them in the room. Witness 2, Director TR-USA and Richard ended up in a wrestling match. Recollection is Richard instigated it. Then Richard and Witness 2, Director TR-USA sat down on mantle of fireplace next to Complainant 2, Associate TR-USA. Sat around the fireplace shooting the shit for awhile longer.

At one point, Richard started using a word that I won't repeat in mixed company. It was clear that he'd had a few too many. He used a word that is just not acceptable to say in any context. Trip whispered in his ear (twice) that he cannot use that word in this company. After a few more minutes, Witness 3, Director TR-USA got up and pulled Richard out of the room.

I think where I failed was not realizing how upset especially Complainant 3, Associate TR-USA was in the moment. Connected with Complainant 3, Associate TR-USA and Complainant 2, Associate TR-USA in the morning, apologized to Complainant 3, Associate TR-USA for what had happened, reinforced that it wasn't acceptable, and that she shouldn't have been exposed to that kind of language by someone in a leadership role. Also then connected with Witness 2, Director TR-USA first thing in the morning, told him what we saw Richard do last night was not acceptable and we need to connect with him and get him to apologize, ensure he doesn't do it again. Witness 2, Director TR-USA and I pulled Richard into an alcove in the Assembly Hall and told him he was out of line, told him he needed to watch his behavior and language among staff and volunteers. In that moment, my impression was Richard didn't clearly recollect everything from the night before. Richard seemed genuinely upset about it, said he wanted to apologize and make it right. I checked in with him again and he said he'd connected with both Complainant 3, Associate TR-USA and Complainant 2, Associate TR-USA.

When he was sitting on the hearth of the fireplace next to Complainant 2, Associate TR-USA, saw him lean closer to her a couple of times. No hands or anything. Saw Complainant 2, Associate TR-USA scoot over a couple of inches. I was watching him really closely. I was interpreting Complainant 2, Associate TR-USA, didn't see her jump up and move or anything - took that that she wanted to put some inches between them, but not that she wanted to get away. If Richard got hands-y or Complainant 2, Associate TR-USA got up and moved across the room, was prepared to do something.

I shouldn't have walked out of that room until I knew that everyone was okay. Maybe we should have some training for senior leaders about how to better intervene in these situations real-time. Give credit to Witness 3, Director TR-USA for dragging Rich out of there, but maybe we need an explicit call to action/guidance for leaders to be ready to address people who cross the line in those situations. Doesn't think we should necessarily have a dry conference, but do need to better equip leaders to address the situations that arise.

I'm 100% behind the investigation and Complainant 2, Associate TR-USA and Complainant 3, Associate TR-USA, and will get you whatever you need. Will debrief with Art to begin standing up crisis comms.

Shantal's Notes:

Trip started by giving some background to events before the incident occurred. He said him and some other leaders (to include Richard) were talking at length about TR Global & TR around the campfire the first night of Staff X. Jake offered that if they wanted to continue this conversation, they were welcomed to do so in his room. Bryan, Richard & Trip then headed over to Jake's room where they continued their conversation about TR Global & TR. When Art came in the room (Jake & Art were roommates), Trip took it upon himself to leave and headed to his own room. In order for Trip to get to his room, he had to pass through the lobby, in the lobby he found Witness 1, Associate TR-USA, Witness 3, Director TR-USA, Witness 2, Director TR-USA Complainant 3, Associate TR-USA and Complainant 2, Associate TR-USA. Witness 3, Director TR-USA was telling the group a story, so he sat down next to Complainant 3, Associate TR-USA and listened in.

Shortly after this, Richard came into the lobby and not too long after this Richard and Witness 2, Director TR-USA began to wrestle in an open space in the lobby (the wrestling match between the two seemed friendly in nature).

Trip said the group continued to chat in the lobby and at some point Richard began using inappropriate language, and used the word "Cunt" several times. When Trip heard Richard use this word, he got up from his seat, headed over to Richard and told him in his ear that he can't be using that word. When Richard heard this he said out loud "Are you telling me I can't say 'C***' ???". Trip told him again that he cannot use this word, and Richard again repeated himself and again asked the same question out loud. Trip reiterated that he can't be using this word.

Trip also mentioned that he saw Richard and Complainant 2, Associate TR-USA sitting on the mantle of the fireplace and acknowledged that Richard was very close to Complainant 2, Associate TR-USA. Once he saw how close Richard was to Complainant 2, Associate TR-USA he kept a close eye on the situation. He said he observed that Complainant 2, Associate TR-USA would back away from Richard a few inches at a time but that never got up and walked away from Richard and continued to interact with him. Trip also confirmed that he did not see and physical contact between Complainant 2, Associate TR-USA and Richard, nor did he hear anything inappropriate exchanges between the two.

Witness 3, Director TR-USA then pulled Richard away, and walked him out of the lobby. After Richard left the lobby, Trip headed to his room for the night.

The next morning Trip apologized to Complainant 3, Associate TR-USA for what had happened and let her know that no one should be exposed to that type of language. After he spoke with Complainant 3, Associate TR-USA, he connected with Witness 2, Director TR-USA and shared his observations from the night before. The two of them then pulled Richard aside and let him know that his behavior last night was unacceptable. He said when they told Richard that his behavior was unacceptable this, he did not seem to fully comprehend what they were talking about. Trip mentioned this might have been because Richard didn't have a full recollection of what happened the previous night. Richard said he would apologize to those he may have offended and would 'make it right'.

Trip mentioned that upon reflecting on the incident, he should have stayed with Complainant 3, Associate TR-USA to make sure she was alright after Richard's inappropriate comments, but made clear that he supports the investigation and wants to make sure Complainant 3, Associate TR-USA knows he has her full support.

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Enclosure 10

Verbal Statement

Source: Witness 3, Director TR-USA

Provided to: Josh Anderson (Deputy Director Talent, TR USA) and Shantal Merchain (Manager HR Ops, TR USA) on 21 August 2019

Josh's Notes:

The only incident was Wednesday night after the staff campfire.

A bunch of us ended up in Longs Peak lounge. We were upstairs and wound up going downstairs.

Witness 2, Director TR-USA, Complainant 3, Associate TR-USA, Complainant 2, Associate TR-USA, Witness 1, Associate TR-USA, myself, a couple other people there.

At one point, Richard came out with Trip and I want to say Dane. Dane left immediately, Trip stuck around.

There was a lot of profanity, but at one point Richard unloaded on Complainant 3, Associate TR-USA, called her an ungrateful snowflake.

Complainant 2, Associate TR-USA and Complainant 3, Associate TR-USA went to bed, I took a lead on trying to corral Richard. After that I had no contact with Richard besides niceties.

Conditions: I've hung out with Richard before, seen him belligerent before. I like the guy but what he does is wrong. He seems to have an alter-ego, we call it Sharpie. He gets drunk and doesn't know what he's doing. Maybe we need to do a lights out/curfew time.

Witness 2, Director TR-USA closed the loop with Jake and Art (I believe Trip did, too). Richard was told to apologize and did, as I understand.

Shantal's Notes:

Witness 3, Director TR-USA opened up the conversation by saying an incident occurred on Wednesday night 8/21.

That night he Complainant 2, Associate TR-USA, Complainant 3, Associate TR-USA, Witness 1, Associate TR-USA, & Witness 2, Director TR-USA were in the lounge hanging out together.

A little while after they got there, Richard came down to the lodge with Trip & Dane. Dane went to his room right away and Trip & Richard stayed in the lounge.

Witness 3, Director TR-USA said there was general banter that occurred between the whole group & did not initially hear or observe any disrespectful interactions at. Later in the night, Witness 3, Director TR-USA heard Richard use the word "Cunt" several times. Soon after that Richard began acting aggressively toward Complainant 3, Associate TR-USA. Witness 3, Director TR-USA heard Richard call Complainant 3, Associate TR-USA an "Ungrateful C****" and then preceded to tell her she was a "snowflake". He did not recall what led up to this situation or how it escalated so quickly.

Witness 3, Director TR-USA said that Richard continued to act aggressively toward Complainant 3, Associate TR-USA until someone said it's time to end the night (he cannot recall who this was but believes it might have been Witness 1, Associate TR-USA or Complainant 2, Associate TR-

USA). At that point everyone disbursed and started heading to their respective rooms. Witness 3, Director TR-USA walked Richard out of the lounge, he then tried to walk Richard back to his room but Richard would not listen so Witness 3, Director TR-USA left Richard once they were outside and proceeded to head back to his own room.

The next morning Witness 3, Director TR-USA circled back with Witness 1, Associate TR-USA, Complainant 3, Associate TR-USA and Complainant 2, Associate TR-USA. Complainant 3, Associate TR-USA and Complainant 2, Associate TR-USA let him know that Richard apologized to them for his behavior the previous night.

Witness 3, Director TR-USA said that by the time he met up with Witness 2, Director TR-USA & Trip the next morning, they told him that they had already let Jake & Art know about the incident. He said he did not speak to Art or Jake directly about the incident he observed the previous night since the issue had already been raised.

When asked what the follow-up with Richard looked like the following day, he said he did not know. He said he thought those directly affected by Richard's comments would raise the issue if they were truly bothered by what had occurred.

Witness 3, Director TR-USA said that he did not talk to Richard the rest of the time at TRLC and that Richard "avoided me like the plague" (besides Richard saying "hi" to Witness 3, Director TR-USA at breakfast the following morning)

Witness 3, Director TR-USA mentioned that he has previously observed Richard display belligerent behavior, as have others in the TR community. So much so that some joke that Richard has an alter ego that comes out when he drinks that they nicknamed "Sharpie".

Enclosure 11**Written Statement****Source: Complainant 1, Manager TR-CAN****Sent to: Bryan Riddell (CEO, TR Canada) on August 17, 2019**

Leading up to this incident, the crowd still hanging out at the Assembly Hall (about 10 people) was asked to leave for lock up. Some members of the group were getting a bit loud and sloppy due to several hours of drinking and, having volunteered to stay awake with me, Witness 5, Director TR-AUS and I moved to the Wind River Lodge lobby to finish a conversation we had started earlier, departing from this main group of about 10 people. We were sitting in the lobby for about 10-15 minutes having a personal conversation when Richard and Witness 8, Director TR-USA arrived and joined us. It was evident to me that Richard was quite drunk.

At some point (closer to 1:30-2am), Richard joked about there being elk walking outside the door. The three of us on the couches got up to check it out but sat down immediately after realizing the joke. Richard then invited me to join him outside for a smoke. Though I don't smoke, I took the opportunity to chat with him since we hadn't spoken much in the past couple of days and the opportunity to talk to the head of another TR was valuable to me. Our conversation began normally, talking about the conference and how amazing the location was, but quickly escalated to him initiating physical touching that made me very uncomfortable, such as grabbing my hands, putting his arms around me, and making attempts to kiss me. His comments included saying, "you know that joke was meant to get you alone" and general inferences/invitations to sleep with him while trying to grab my hands or waist; repeating often "come on, it would be fun". While trying to exit the conversation, I said, "you are too drunk" and "you are getting married in a couple of weeks" to which he responded, "it's alright, it doesn't matter". I told him that no, I'm not doing this, repeating myself several times and pulling away from his attempts to touch me. I was able to back away from him and went back inside with the other two.

Several minutes later, Richard joined us back inside on the couches in the lobby. Witness 8, Director TR-USA had mentioned previously he was going to help Richard get back to his room as he was very intoxicated, so I told Witness 8, Director TR-USA I think it was time he do so. At this point, I did not want to return to my own room (which was right down the hall and visible from where we were sitting) because I felt uncomfortable letting Richard know where my room was. During this time, Richard's invitations/suggestions to join him in his room became more pushy and straightforward, saying things like "come on, it will be fun" and repeatedly asking what time I had to be ready by and implying we could engage in something before I needed to leave (comments such as, "what time do you have to go? We could be done before then"). I repeated myself several times that I was not interested in joining him; that while I had enjoyed his company as a TR colleague, I am not going to do this and he needs to go to sleep. Feeling fed up and really uncomfortable, I went outside to grab Witness 5, Director TR-AUS (who had stepped away; in the middle of this conversation, paramedics had arrived for an unknown, separate incident and he had been holding the doors for them and had since stayed outside). I told Witness 5, Director TR-AUS I needed him to help me walk with Witness 8, Director TR-USA and Richard back to their rooms and be a buddy as I walked back to mine. I also asked Witness 5, Director TR-AUS to do so as I figured when Witness 8, Director TR-USA returned to his room, I would have been possibly alone with Richard and I wanted another person whom I could trust to be there. He agreed and we walked the two to their rooms, which were just around the corner from mine. Richard made beckoning gestures to me as he stood in the doorway to his room, still making remarks such as

“please come in”, “it will be fun”. I again repeated no, telling him to go inside, and I will be going to my own room. Witness 5, Director TR-AUS then walked with me back to my room, we said goodbye and I went inside to pack for departure.

Context - my relationship with Witness 5, Director TR-AUS:

Witness 5, Director TR-AUS and I had spent the afternoon together in the same workshops and formed a really great friendship quickly, as we have a lot in common, especially also having both gone through some major transitions in our lives over the last year. We also found a great deal to discuss about our TR roles with tech, volunteer management, and mental health. We hadn’t had the opportunity to finish a lot of our conversations that afternoon, both personal and TR-related, after I stepped away to call a Greyshirt leader at home, so much of that was continued after dinner in between socializing with the larger group. Escalating that to a sexual relationship that evening did not transpire nor was that ever the desired course of action for me; regardless, but especially at a TR event as two members of leadership. Witness 5, Director TR-AUS had offered to stay up with me until we had to leave for our flights, given my decision to stay awake. Initially, I was happy to accept the company of a new friend, but upon reflection I also feel fortunate that he did so given the incident that occurred with Richard.

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Enclosure 12

Email

Source: Bryan Riddell (CEO, TR Canada)

Sent to: Richard Sharp (CEO, TR UK) on August 17, 2019

On 17 Aug 2019, at 10:14 am, Bryan Riddell <riddell@teamrubicon.ca> wrote:

When the team and I jumped in the car this morning, I was happy with the outcome of our visit, and excited for what lies ahead. That was derailed when one of my team members, Complainant 1, Manager TR-CAN, clearly distraught, proceeded to tell me that Richard had made inappropriate advances toward her last night.

Whether you see this as a misunderstanding is irrelevant. Perception is everything.

I'm really disappointed. I should not have to say this but I'm going to: we have impressionable young people in our ranks. We can't be taking advantage of those who look to us as the example. None of us are special; our positions, and the responsibilities that come with them, are. I am no saint, gents, but I tell my people that if we can't lead on the moral and physical plane, we're unfit to lead. We need to be better.

Bry

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Enclosure 13

WhatsApp Messages

Between: Richard Sharp (CEO, TR UK) and Bryan Riddell (CEO, TR Canada) on August 17, 2019

[2019-08-17, 12:55:59] Richard Sharp: Messages to this chat and calls are now secured with end-to-end encryption.

[2019-08-17, 12:55:59] Richard Sharp: Hey Bryan,

I tried to call but you may be on a flight.

I will of course apologise sincerely to Complainant 1, Manager TR-CAN if I have caused any offence, as you are right, perception is everything.

However, we were all together in a public lobby larking around and she was clearly having relations with another person who doesn't need naming (not Geoff by the way) and the further details of that are none of my business.

If you provide me with her email I will of course write to her but the story is somewhat distorted.

[2019-08-17, 15:30:48] Bryan: Hey Rich, stuck on the aircraft still but appreciate the ownership. Make no mistake, Witness 4, Director TR-CAN and I are both disappointed in Complainant 1, Manager TR-CAN's judgement last night. Complainant 1, Manager TR-CAN was quite literally auditioning for a job. I just don't want this to jeopardize what we're all trying to build, and after some thought this morning, I thought it better that it's aired with you guys and resolved as quickly as possible. I know it takes two to tango.

[2019-08-17, 15:32:30] Richard Sharp: Neither do I and I make zero judgement. If I have done anything, even in perception, to make her feel uncomfortable, that is my fault and I am very sorry.

I have sent you an email for forwarding to her apologising too

[2019-08-17, 16:21:01] Richard Sharp: Sorry mate, just one more thing that I want to be explicit on as it's important, I most certainly did not make a pass at Complainant 1, Manager TR-CAN.

When I calmed down the situation that was happening in the lobby, I stood outside with her and had a cigarette. No sexual advances though. I may have been clumsy in my handling of the situation and for that I am truly sorry if she felt at all uncomfortable, but it was to prevent them making a bigger mistake in public.

For our relationship it's important that I conveyed my point to you but will still own the mistake and my apology to her (and of course you).

Enclosure 14

Email

Source: Richard Sharp (CEO, TR UK)

Sent to: Complainant 1, Manager TR-CAN (National Membership Coordinator, TR Canada) via Bryan Riddell (CEO, TR Canada)

From: Richard Sharp <sharp@teamrubiconuk.org>

Subject: Re: Please forward

Date: August 20, 2019 at 4:58:33 AM EDT

To: Bryan Riddell <riddell@teamrubicon.ca>

Cc: Complainant 1, Manager TR-CAN

Bryan, apologies, I was travelling all day yesterday.

Complainant 1, Manager TR-CAN, as I wrote below, I am truly sorry if I have made you uncomfortable in any way. Especially as I am looking forward to working with you all in the future and hope this doesn't get in the way of that or your experience of TRLC.

Please accept my sincerest apologies again.

Kind Regards,

Richard Sharp

On 18 Aug 2019, at 18:34, Bryan Riddell <riddell@teamrubicon.ca> wrote:

Complainant 1, Manager TR-CAN,

Please see below note from Richard.

Bryan

Begin forwarded message:

From: Richard Sharp <sharp@teamrubiconuk.org>

Date: August 17, 2019 at 14:11:11 EDT

To: riddell@teamrubicon.ca

Subject: Please forward

Bryan,

Please forward this to Complainant 1, Manager TR-CAN on my behalf as I don't have her details.

Dear Complainant 1, Manager TR-CAN,

I am sincerely, deeply, sorry if I have in anyway upset you or been inappropriate . That should never happen and I hope that it doesn't ruin what should have been a great week for you.

I make no excuse and I am really very sorry.

I hope you have a safe trip back to Canada.

Kind Regards and my sincere apologies again.

Richard Sharp

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Enclosure 15

Email

Source: Josh Anderson (Deputy Director Talent, TR USA)

Sent to: Richard Sharp (CEO, TR UK) on 20 August 2019

Richard -

I am writing to notify you that TR US People Ops has launched an official investigation into allegations made against you regarding events that occurred at the Team Rubicon Leadership Conference in Estes Park, Colorado, on August 14-18, 2019. Team Rubicon has an ethical responsibility to treat these allegations with utmost earnestness, and are making this a top priority. We will also ensure that confidentiality is maintained for all parties involved, to the greatest extent possible.

Team Rubicon US People Operations has been designated to conduct the investigation. We will be reaching out to you directly to schedule an interview as part of this ongoing investigation. Please DO NOT communicate with other TR employees about this matter - to include your country staff, your peers in other countries, or any parties you suspect may have made these claims. If you have already communicated with any staff members about this matter, we would ask that you please reply to disclose the parties involved and the nature of the exchange.

Thank you for your cooperation.

-Josh

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Enclosure 16

Email

Source: Richard Sharp (CEO, TR UK)

Sent to: Josh Anderson (Deputy Director Talent, TR USA) on 21 August 2019

Morning of 21 August, Josh Anderson received the following email responses from Richard Sharp:

Josh,

Thanks for your note.

The only person in my country I have notified is my Chairman given that the Canadian chair intended to notify him too.

Jake Wood, Geoff Evans and I discussed the allegations briefly at TRLC when we were made aware of them.

I haven't spoken to anyone else about them and will await your instructions.

Richard Sharp

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Enclosure 17**Verbal Statement****Source: Complainant 1, Manager TR-CAN****Provided to: Josh Anderson (Deputy Director Talent, TR USA) and Shantal Merchain (Manager HR Ops, TR USA) on 21 August 2019***Josh's Notes:*

August 16th, the evening of the catered dinner:

After the group left, walked the Assembly Hall, we headed toward the lodge and regrouped in the lobby. That's when we reconnected with Richard Sharp. Witness 5, Director TR-AUS and I were hanging out in the lobby chatting. Witness 8, Director TR-USA and Richard came in and sat down next to us. Rich gets up to go outside for a smoke break. Tells the group there were elk outside. They get up, and Richard tells them he was just joking. Rich walks over and says "why don't you come out for a smoke break." Having not been able to speak with a CEO of another country, naively (maybe) went outside, not anticipating any other intentions. Standing right outside the doors, chatted about how the conference had been going. Walked out into the parking lot, looking at moon and talking about the beautiful location. Then he started grabbing my hand, putting his arms around me, making gestures to try to kiss me, pulling me into his person. I tried to back away, told him he'd been drinking a lot and this isn't happening, you're getting married in a few weeks. Then he told me the elk joke was to try to get me alone outside. Rich continued to try to touch me. He kept saying that his upcoming wedding didn't matter. She took her leave, went back inside, sat back on the couches. Told Witness 5, Director TR-AUS what just went down, told him she didn't feel super comfortable. Didn't want to get up and make a scene and go back to my room - didn't want to make it awkward, but also didn't want to be followed or have Richard know where I was. I had people in the proximity, but in the moment feeling really flustered, didn't want to go to my room. Rich came back in, comments became more explicit and obvious. He kept asking what time I had to leave, kept asking me to come to his room. At this point it was just after 2am. Wanted to get packed and ready to go by 2:30. He kept saying and insinuating that we could do this, it wouldn't take long, we could have fun. I kept passively pleading to Witness 8, Director TR-USA to take Rich back to his room, "didn't you say you were going to take Rich back to his room?"

Unrelated to what we were doing, paramedics showed up. Witness 5, Director TR-AUS had gone outside to see what was going on. I went out to get him, asking him to come in and be a buddy. We all got up - walked to our rooms. Rich stood in his doorway asking me to come into his room, it'll be fun, let's do this. I told him no, he needed to go into his room, he needed to shut the door. Witness 5, Director TR-AUS and I went back to the lobby. I thanked him for having my back and said goodbye. I went back to my room and told Witness 4, Director TR-CAN what had happened, told her I was super rattled.

Throughout the week: Richard's behavior to his staff, I would never want to work for him. His interactions with them was always pretty rude and demeaning. They are lovely people and I would hate for them to have to experience anything remotely like this. Having to work for him would be awful.

Most interactions with Richard throughout the week were unflattering and didn't leave her with a good impression of him as a leader.

Enclosure 18

Verbal Statement

Source: Witness 4, Director TR-CAN

Provided to: Josh Anderson (Deputy Director Talent, TR USA) and Shantal Merchain (Manager HR Ops, TR USA) on 21 August 2019

Josh's Notes:

Feels really uncomfortable. Wouldn't have said anything except that she's now being asked.

Saturday night, awoken by Complainant 1, Manager TR-CAN - she woke me up and was pretty upset. Asked her what was wrong. Said that the TR UK CEO was hitting on her and trying to sleep with her. She was very uncomfortable. She described staying up w/ Witness 5, Director TR-AUS (who seemed like a good friend) and Richard. She said that Richard kept trying to hold her hand, putting his arm around her, trying to get her back to his room. She ended up getting Witness 5, Director TR-AUS to walk her, as she didn't feel comfortable. I said oh my gosh, you need to tell Bryan about this.

Probably just a result of having too much to drink.

Shantal's Notes:

Witness 4, Director TR-CAN shared information on two separate incidents

Incident 1: The morning of Sunday August 18th Complainant 1, Manager TR-CAN (her roommate) came into the room and woke her up. Complainant 1, Manager TR-CAN seemed flustered and told her that Richard was hitting on her, making passes at her and was trying to sleep with her. Complainant 1, Manager TR-CAN told Witness 4, Director TR-CAN that Richard put his arm around her and made inappropriate comments to her, and also expressed that she did not feel comfortable walking to her room because she thought Richard might follow her. Witness 4, Director TR-CAN told Complainant 1, Manager TR-CAN that she had to report this directly to Bryan.

Additional context Witness 4, Director TR-CAN shared was that she went to bed around 1130p-12:00a and she asked Complainant 1, Manager TR-CAN if she wanted to walk back to the room with her. Complainant 1, Manager TR-CAN said she wanted to stay up, and noted that Complainant 1, Manager TR-CAN & Witness 5, Director TR-AUS stayed up with Richard. Witness 4, Director TR-CAN did not observe any inappropriate behavior from Richard firsthand.

Enclosure 19**Verbal Statement****Source: Witness 5, Director TR-AUS****Provided to: Josh Anderson (Deputy Director Talent, TR USA) and Shantal Merchain (Manager HR Ops, TR USA) on 22 August 2019***Josh Notes:*

I'd say from about 9/10:00, it went downhill with the drinking with Rich.

Rich was pretty drunk. I'd be surprised if he could even remember

Rich was being very inappropriate, trying to get Complainant 1, Manager TR-CAN to go outside with him. Finally convinced her to go outside by playing a joke. Rich made most comments to Complainant 1, Manager TR-CAN when while out of earshot of Witness 5, Director TR-AUS. Witness 8, Director TR-USA was there for the majority of it and may be good to speak with. When they came back inside, Witness 5, Director TR-AUS told Rich that he needed to go to bed. Witness 8, Director TR-USA was trying to get him to go to his room, and Rich was physically resisting Witness 8, Director TR-USA. Witness 8, Director TR-USA asked if he could do something differently to get Rich to go to his room. Knowing that telling someone who's in Rich's state to go to bed can cause things to escalate, we walked Rich to his room. Rich was standing in his door trying to summon Complainant 1, Manager TR-CAN to come into his room with him. Witness 5, Director TR-AUS recommended Complainant 1, Manager TR-CAN talk to Bryan to escalate the issue.

*Shantal's Notes:**Witness 5, Director TR-AUS's observations of Richard:*

Witness 5, Director TR-AUS opened up the conversation by sharing that he wasn't able to recall a lot of specific things that Richard said, but made general comments about Richard's behavior to include:

- "Richard was pushy & 'shovy' that night"
- "When Aussies drink and make comments, they can be offensive"
- "[Richard] was making comments as Army guys do"
- "The comments [Richard] was making could have offended others, for instance making comments about someone's looks"

He said toward the end of Saturday night he was with Complainant 1, Manager TR-CAN, Richard and Witness 8, Director TR-USA in the lounge of one of the lobby's. He could not remember anything specific that was said that could have been offensive. Witness 5, Director TR-AUS said he was talking to Richard about Richard's upcoming wedding. He said there was banter back and forth and swear words were being used but nothing that sticks out as inappropriate up to that point.

At some point in the night an ambulance came and Witness 5, Director TR-AUS went outside to see what happened. When he was outside Complainant 1, Manager TR-CAN approached Witness 5, Director TR-AUS and told him Richard was acting inappropriately towards her. He told her that she should go to bed and remove herself from the situation. She said she didn't want to go to her room yet since Richard was extremely intoxicated.

They went back into the lounge, both Richard and Witness 8, Director TR-USA were still present. It was clear that Richard was intoxicated, Witness 5, Director TR-AUS observed that Witness 8, Director TR-USA trying to get Richard to go to his room, but Richard physically resisted and refused. Witness 5, Director TR-AUS observed Richard say to Complainant 1, Manager TR-CAN, “come over here and talk to me” and made gestures to inviting her to come of to where he was at in the room”.

Complainant 1, Manager TR-CAN and Witness 5, Director TR-AUS then decided to walk Richard over to his room to ensure he made back safely. While they were walking Richard to the room he did not hear anything inappropriate, but also noted that he was aware of how intoxicated Richard was and intentionally kept distance away from Richard incase he got aggressive or physical.

Witness 5, Director TR-AUS said when they got to Richard room, Richard tried to get Complainant 1, Manager TR-CAN to go inside by gesturing her in and also saying “Come in, come talk to me”. Once he said this, Witness 5, Director TR-AUS told Richard “Knock it off” and closed Richard’s door.

Witness 5, Director TR-AUS told Complainant 1, Manager TR-CAN he should report this incident to Bryan Riddell.

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Enclosure 20

Verbal Statement

Source: Witness 6, Associate TR-USA

Provided to: Josh Anderson (Deputy Director Talent, TR USA) and Shantal Merchain (Manager HR Ops, TR USA) on 22 August 2019

Josh Notes:

Rich was really intoxicated multiple times throughout the week, but especially on Friday night. He was drunk to the point that he couldn't even walk straight. I didn't hear or see him do or say anything inappropriate, but I just avoided him and went to bed. There wasn't anything that really stuck out, and I can't really remember any specifics, though I know he was really focused on Complainant 1, Manager TR-CAN. But I just recall there being more crude language than would be appropriate in a professional setting.

Shantal's Notes:

Witness 6, Associate TR-USA's observations are from Friday night, 8/16.

Witness 6, Associate TR-USA's observations regarding Richard:

Witness 6, Associate TR-USA mentioned that Witness 7, Manager TR-USA told her the next morning that he also saw Richard really drunk that night.

Witness 6, Associate TR-USA does not remember seeing or hearing any additional inappropriate behavior but does remember hearing from other's (can't remember specific names) that both Geoff and Richard were 'really drunk'.

Enclosure 21**Verbal Statement****Source: Witness 7, Manager TR-USA****Provided to: Shantal Merchain (Manager HR Ops, TR USA) on 22 August 2019**

Witness 7, Manager TR-USA said he observed that Richard was visibly intoxicated on the night of Friday night 8/15 (Witness 7, Manager TR-USA was not 100% sure on the date)

He said that night [REDACTED], [REDACTED] & [REDACTED] & himself went out into town. When they got back and were walking back to the lounge they came across Witness 8, Director TR-USA & Richard. [REDACTED] headed to his room and Witness 7, Manager TR-USA, [REDACTED] and [REDACTED] stayed with Witness 8, Director TR-USA & Richard.

Witness 7, Manager TR-USA said that Witness 8, Director TR-USA greeted him and was very friendly, and Richard remained quiet and was clearly intoxicated as evidenced by the fact that he was rocking back and forth with his eyes closed and slurring his speech when he did talk.

He said they were all talking for a few minutes when it became evident that Richard and Witness 8, Director TR-USA were focusing their attention on [REDACTED] and [REDACTED]. Witness 7, Manager TR-USA said he saw that this situation had the potential to turn the wrong direction considering how intoxicated Richard was so he said "hey guys, it's pretty cold outside, we should probably let the girls go". [REDACTED] and [REDACTED] then left and went inside the lodge to their rooms. Richard then went the opposite direction and disappeared behind the building then came back shortly after that and asked Witness 8, Director TR-USA "Where are the girls?" and asked him this a few times. Witness 8, Director TR-USA let Richard know they went to bed.

Sometime while Witness 7, Manager TR-USA, Witness 8, Director TR-USA and Richard were talking Richard hugged Witness 7, Manager TR-USA and gave him a kiss on the cheek. Witness 7, Manager TR-USA said this did not make him feel uncomfortable and knew Rich was 'just being friendly' and took into account the fact that he was intoxicated. Richard began walking away from Witness 7, Manager TR-USA and Witness 8, Director TR-USA while the two of them were talking. Richard then called out for Witness 8, Director TR-USA, and Witness 8, Director TR-USA left to go after Richard. Witness 7, Manager TR-USA then headed back to his room.

Witness 7, Manager TR-USA mentioned it was clear that Witness 8, Director TR-USA was 'babysitting/taking care' of Richard that night due to his level of intoxication.

Enclosure 22**Verbal Statement****Source: Witness 8, Partner****Provided to: Shantal Merchain (Manager HR Ops, TR USA) on 22 August 2019***Shantal's Notes:*

Witness 8, Director TR-USA said he thinks the night in question was Friday 8/16.

Witness 8, Director TR-USA said he was with different TR leaders throughout the night to include Art, Witness 2, Director TR-USA, & Richie. He said it was a normal environment and everyone was friendly and joking around with one another. At one point he was with Witness 2, Director TR-USA, Art & Richie, he said they already knew each other because they all went to Dublin together and got along well. He said at one point in the night Art went to bed and jokingly said, "Richie's all yours" and walked away to go to his room.

Shantal asked if at that point of the night was Richard noticeably inebriated? Was that the context behind why that comment may have been made? Richard said "he was just in a really good mood but how drunk he was I don't know".

Witness 8, Director TR-USA said him and Richard stayed together the rest of the night and hopped around to different areas of the venue and came across a lot of different people. He said nothing out of the ordinary happened, just "guys being guys". Witness 8, Director TR-USA said they came across Witness 7, Manager TR-USA, [REDACTED] and [REDACTED] at one point, chatted for a little bit then went on their way.

Shortly after Richard said he wanted to go find Elk, and it was then that Witness 8, Director TR-USA suggested that they go to bed. Witness 8, Director TR-USA and Richard then walked over to the lodge, where they came across Witness 5, Director TR-AUS and Complainant 1, Manager TR-CAN talking in the lobby on the couch. Witness 8, Director TR-USA said it was obvious that Witness 5, Director TR-AUS and Complainant 1, Manager TR-CAN were having a private conversation, he didn't want to interrupt and preferred to go to his room, but Richard "plopped on the couch next to Witness 5, Director TR-AUS and Complainant 1, Manager TR-CAN". He said once Richard sat on the couch they all started talking. Witness 8, Director TR-USA said they all talked for about 45 minutes and they all changed and moved to different parts of the room throughout those 45 minutes talking to one another.

Witness 8, Director TR-USA said that Richard then claimed that their was Elk outside and they all headed to go outside. He said Witness 5, Director TR-AUS and Complainant 1, Manager TR-CAN were outside first and while he was still walking toward the door he heard Richard say "just kidding," so he headed back to the couch and started going through emails on his phone where he stayed until everyone came back inside the room.

Witness 8, Director TR-USA does not remember the order they came back in, but said eventually Richard, Witness 5, Director TR-AUS and Complainant 1, Manager TR-CAN all came back into the lounge area. Witness 8, Director TR-USA said Richard was on his own couch but then he came over to the couch where he was sitting & put his arm around him and complimented his hair (this did not make Witness 8, Director TR-USA feel uncomfortable). Witness 8, Director TR-USA again told Richard "let's go to bed", but Richard again refused. Witness 8, Director TR-USA said this was nothing out of the ordinary based of his experience with Rich in Dublin.

At one point he remembers seeing Richard hold Complainant 1, Manager TR-CAN's hand (Rich was sitting on the couch and Complainant 1, Manager TR-CAN was standing up) and say to Complainant 1, Manager TR-CAN "Let's talk, don't go to bed", he heard Complainant 1, Manager TR-CAN said "No really, I gotta go, I gotta go pack". Witness 8, Director TR-USA said he did not see any inappropriate behavior occur when they were in the lounge, but did acknowledge he heard Richard tell Complainant 1, Manager TR-CAN on a few different occasions that he didn't want her to go to bed.

Witness 8, Director TR-USA said he was finally able to get Richard to get up and convinced him to go to bed. Witness 8, Director TR-USA said he was leading Richard over to his room, when he noticed that Complainant 1, Manager TR-CAN and Witness 5, Director TR-AUS were a few steps behind Richard. He mentioned he did not know why Complainant 1, Manager TR-CAN and Witness 5, Director TR-AUS were following them to their rooms, but thought that maybe they just wanted to ensure that Rich got back to his room safely.

Witness 8, Director TR-USA said once Richard got to his door, he walked over to his room (two doors down from Richard's room), and when he looked back he saw Richard shaking Complainant 1, Manager TR-CAN's hand. He said he could not hear what they were saying to one another but based on the body language it seemed like Complainant 1, Manager TR-CAN was saying "I need to go pack". Richard then closed his door and Witness 5, Director TR-AUS and Complainant 1, Manager TR-CAN headed back toward the lounge and Witness 8, Director TR-USA went into his room. Witness 8, Director TR-USA shared that Richard's 'not wanting to go to bed is nothing new' and he had observed Richard acting the same way with Witness 2, Director TR-USA in Dublin- Richard refused to go to bed many nights when they were in Dublin and he observed Richard ask Witness 2, Director TR-USA not to go to bed either.

He said the next morning Witness 5, Director TR-AUS told Witness 8, Director TR-USA "I talked to Richard this morning and told him that he had really fucked up", to which Richard replied to Witness 5, Director TR-AUS, "Yeah, I know".

Witness 8, Director TR-USA said that Richard was intoxicated but wasn't "falling down drunk", although he also did say he was "taking care of another adult" when he referred to Richard that night.

Enclosure 23**Verbal Statement****Source: Adam Szafran (Chief Information Officer, TR Global)****Provided to: Josh Anderson (Deputy Director Talent, TR USA) and Shantal Merchain (Manager HR Ops, TR USA) on 23 August 2019***Josh Notes:*

To give a quick timeline: I was with Bryan Riddell, Complainant 1, Manager TR-CAN and Witness 4, Director TR-CAN, along with a whole large other group outside of the Assembly Hall. Other people were Richard, Geoff, Jake, and probably three dozen others. Over the course of that night, we were trying to shuffle out - I was ready to go to bed, Bryan and his team were trying to get to be so they could head to the airport. Complainant 1, Manager TR-CAN was having a good time, meeting new people, wanted to spend time hanging out with people. Around midnight decided to rack out. To the best of my knowledge, there wasn't a ton of alcohol consumption involved with Bryan or his people - no one seemed inebriated. I headed back to the building with Bryan and Witness 4, Director TR-CAN, to Wind River Lodge. Went to bed around midnight. Was asleep. Sometime around 2am Richard came back, door swung open, I woke up. It was very clear to me that he was absolutely wasted - that he had been drinking. Knew he was drunk earlier, this was a couple hours later and he was incredibly intoxicated. Over the course of 5-10 minutes, I was laying in bed, he was standing in the doorway going in and out. It became clear to me that he was making sexual advances to someone in the hallway - I have no idea who that person was - all I could assume was that he had a consenting relationship with the person in the hallway - that was my hope at least.

He was trying desperately to coax them into the room, making repeated advances, repeated this for 5-10 minutes maximum. Kept whispering, "come in," "it'll be okay," "come on, come on." Never heard the other person's voice - no idea who that person was. The person on the other side of the door either decided to tell him to buzz off or he just gave up - couldn't tell one way or the other. He then closed the door, got changed, and went to sleep. In my personal opinion, it was unprofessional, shady, and completely inappropriate behavior - especially for a senior leader. I only hoped that he wasn't behaving that way with someone he shouldn't be. I had just hoped that he had a consensual relationship with the other person.

All I could think was, man you better not fucking bring someone in here.

Was there any other conduct unbecoming throughout the week? I reported back to TRG staff that as Richard got more and more drunk he punched me in the chest like 20 times. It was like "bro culture" stuff. I could only imagine how he was treating other people. It offended me, but not enough to put a stop to it. If I wanted to address it I would have addressed it. Knowing there's potential for questioning his behavior, that's all I can really share. I know by his own admission that the night before I got there he had consumed excessive amounts of alcohol, stayed up all night, hadn't slept in his own room - on Wednesday night. On Thursday when I met with him he was incredibly hungover.

Additional information: there is certainly additional information available regarding the character of this CEO, but it's not necessarily material to this investigation or the facts of this claim against Richard. If the boards of any TR org would like suggestions on other people to talk to re: the integrity of Richard, I'd be happy to share my thoughts.

Shantal's Notes:

Adam started off by sharing his concerns about not wanting to make any new allegations and only wanted to discuss allegations that had already been raised and would only speak to what he observed firsthand. Adam also had general questions about the level of confidentiality that would be maintained and was curious if names would be mentioned in the final report, although he said this would not change his testimony either way.

Adam said earlier in the night he was with a large group of people, which included Witness 4, Director TR-CAN, Bryan and Complainant 1, Manager TR-CAN. At that point in the night, there wasn't a significant amount of alcohol consumption. Bryan and Witness 4, Director TR-CAN were eager to go to bed, while Complainant 1, Manager TR-CAN made it clear that she wanted to stay up. Bryan, Witness 4, Director TR-CAN and Adam headed back to the lodge no later than midnight and headed to their individual rooms.

Adam confirmed that Richard was his roommate.

Adam said he went to sleep no later than approx. 12:00 AM.

He said in the early hours of the morning around 2:00 AM, the door flung open and woke him up. Richard was in the doorway and was holding the door open and according to Adam it was clear that Richard was "absolutely wasted and "incredibly intoxicated".

He said over the course of 5 – 10 minutes he was talking to someone on the other side of the door, Adam never saw or heard the other person's voice and did not know who it was or whether that individual was a male or female.

According to Adam, it was clear he was making sexual advances to the individual on the other side and was "trying to coax them into the room".

After about 5-10 minutes Adam said, "either the person on the other side of the door left or Richard gave up and closed the door". After Richard closed the door, he got changed and went to sleep. Adam and Richard did not talk that night about what happened (Adam mentioned Richard thought he was asleep), . Adam also said they did not talk about this incident the next morning and have never discussed it after.

Shantal asked Adam he remembers and specifics in regards to the 'sexual advances' Richard was making to the individual on the other side of the door? Adam said he couldn't hear anything other than Richard saying, "Come on in" several times over and "Come on in, it'll be okay".

On another note, Adam said that when he first saw Richard on Thursday morning (the morning Adam arrived), Richard was "incredibly hungover". Adam said he knew, based on Richard's own self admission that he slept in someone else room the previous night.

Adam said that on Saturday night, he came across Richard a few different times, and noted as the night went on "Richard got more and more drunk". Adam shared that Richard punched him in the chest about 20 times. Adam said "It didn't offend me.... well it does offend me but not enough to put a stop to it. If I was going to address it, I would have taken him aside privately and spoken to him directly if it really bothered me". Adam also said "based off this behavior, I could only imagine how he was treating others."

Enclosure 24

Verbal Statement

Source: Richard Sharp (CEO, TR UK)

Provided to: Josh Anderson (Deputy Director Talent, TR USA) and Shantal Merchain (Manager HR Ops, TR USA) on 23 August 2019

Josh Notes:

Josh began the call by stating the following:

"Richard - it brings us no pleasure to be in the position to be having this conversation with you.

There have been multiple complaints filed about your behavior last week - which include claims of sexual harassment and hostile work environment cause by your language and behavior, which have been corroborated by the statements of a number of independent witnesses this week. This is not a court of law, we don't control any outcomes here, and we are not asking you to defend yourself. What we would like to spend some time gathering from you today is your account of what happened, to the best of your recollection. We are not going to answer any questions about what's been claimed or recounted in witness statements, and we are neither judge nor jury. We are simply here to get your account.

There are two discrete incidents that we'd like to get your statements about:

The first occurred the evening of Wednesday, August 14, in the basement lobby area of Longs Peak Lodge, wherein there were reports of charged, offensive language directed towards members of TR US staff, and an incident of unwelcome and inappropriate advances towards a young female member of staff.

The second occurred late the night of Friday, August 16, in and around the Wind River Lodge building in the company of TR Canada, TR Australia, TR Global and Wipfli staff.

Let's begin by getting your account from the event of 14 August."

14 August:

I'd used language that was inappropriate. I didn't mean to cause offense. I know I used language that was culturally inappropriate, and I apologized straight away. (Do you remember what you said with any specifics?) I honestly do not. I was told I used the c-bomb. I was unaware that it was directed towards anyone in particular. I didn't know of the first event at all, or that it had escalated to this point. I will readily apologize and would be happy to extend apologies to anyone I offended.

16 August:

This I do remember. I was coming back to the lodge about 12:30. Walked in on a member of TR Canada and TR Australia with each other in a compromising position. They were both fully clothed. Witness 5, Director TR-AUS was lying down, and Complainant 1, Manager TR-CAN was lying over on top of him. As we walked in, we were behind the couch and they both popped up. They weren't necessarily doing anything inappropriate and we broke it up and it felt quite lighthearted. I ruffled Witness 5, Director TR-AUS's hair. We made jokes, chewed the fat. I went out for a cigarette. I definitely had quite a bit of beer. Talking about Colorado, talking about

Jake's speech, talking about how amazing the evening was, how I intended to come back. I came back in and sat opposite them. Witness 8, Director TR-USA from Wipfli had said maybe we're in danger of "cockblocking" this situation. I knew there was a family in the vicinity of that lobby because I'd seen them in the mornings. Witness 8, Director TR-USA walked down the corridor, I walked behind them, I believe that Witness 5, Director TR-AUS and Complainant 1, Manager TR-CAN walked behind me. As Complainant 1, Manager TR-CAN walked past me, she looked backwards (towards the lobby with Witness 5, Director TR-AUS) and I said "Complainant 1, Manager TR-CAN don't go back there. Go to your own room." I think she said she couldn't go to her own room. I think I misjudged this, I didn't want Complainant 1, Manager TR-CAN and Witness 5, Director TR-AUS to make a mistake for themselves in public, but I think something was misinterpreted. I had a guy, Adam, from TR Global in my room, he was in bed. I went into the room and closed the door and put myself to bed. I didn't know there was any event. Then I got an email from Bryan the next morning and said we'd made some serious offense.

I knew Complainant 1, Manager TR-CAN was meant to be up early and intervened when I probably shouldn't have.

Witness 5, Director TR-AUS had made jokes in text to Jake Wood and I (about Complainant 1, Manager TR-CAN) earlier in the night.

I was just trying to make sure no one made any mistakes. I received a text from Bryan indicating that he was disappointed in Complainant 1, Manager TR-CAN's decision making across the board. The suggestion of a sexual advance is just not true. When we were sitting on the couches we were openly talking about my wedding in a few weeks. I could have been clumsy and made her feel awkward, but it certainly wasn't my intent.

Shantal's Notes:

Josh explained the we were interested in hearing his perspective and recollection of events.

Josh ran through two separate incidents. The first one being the events that are said to have occurred on the night of August 14th were Richard allegedly made inappropriate comments to members of the TR USA staff and sexual advances to a female member of the TR USA staff.

Richard's recollection on the night of August 14th:

Richard started off by saying the following morning, Witness 2, Director TR-USA approached him and told him that he used inappropriate language with Complainant 2, Associate TR-USA and Complainant 3, Associate TR-USA and asked him to apologize. Richard said he apologized that morning to both Complainant 3, Associate TR-USA and Complainant 2, Associate TR-USA. He said the language I used was "culturally unacceptable and I don't discount any of that".

When Richard was asked if he could recall specifics of what he said, "honestly I don't remember". Richard said that he was told that he was "dropping the C bomb" but that he does not remember anything else.

Richard does not remember making any sexual advances towards any members of the TR US staff, nor was he able to recall any inappropriate language he used that night beyond being told that he "dropped the c bomb" and being told by Witness 2, Director TR-USA that he used "inappropriate language" the previous night.

The next incident Josh summarized was the alleged incident that occurred on the night of Saturday August 17th/ Sunday August 18th.

Richard's recollection on the night of Friday August 16th/ Saturday August 17th

Richard said “this incident I do remember”.

Witness 8, Director TR-USA and I were walking back to the lodge around 12:30p -1:00 am ish, when we walked in to the lounge we saw a member of TR Canada and TR Australia in a “compromising position”. We light heartily broke it up. But now that I look back, I’m thinking I might not have dealt with it in the right way.

Shantal asked what signaled to Richard that a member of TR Australia & TR Canada were in a “compromising” position? Richard said when him and Richard walked into the lounge Witness 5, Director TR-AUS was lying down on the couch and Complainant 1, Manager TR-CAN was lying on top of him. Shantal repeated, okay so just to clarify, when you walked into the lounge you saw Witness 5, Director TR-AUS lying on the couch and Complainant 1, Manager TR-CAN on top of him?” Richard said, “When I walked into the lounge, I could only see the back of the couch and both of their heads popped up, so I assumed this was what was going on, but both of them were fully clothed”.

Shantal asked what their reaction was when he walked in? Richard said he judged that they all thought the situation was funny and they were all joking around, but then mentioned that he may have misjudged it.

I went over to Witness 5, Director TR-AUS and ruffled his hair and was joking with him. I then went out to have a cigarette and Complainant 1, Manager TR-CAN came with me. We were talking about the speech Jake gave that night, it was such an emotional night. I was talking about the venue and how beautiful it was, and how it was on my bucket list to come back.

Complainant 1, Manager TR-CAN went back into the lodge before me. When I went back into the lodge I sat opposite from Witness 5, Director TR-AUS & Complainant 1, Manager TR-CAN. It was at that time that Witness 8, Director TR-USA said we should go to sleep, I’ll share the exact words Witness 8, Director TR-USA used, which were “We sshould go to sleep, we’re in anger of cock blocking”. Witness 8, Director TR-USA walked off to his room, and I was a few steps behind him, and I believe Witness 5, Director TR-AUS and Complainant 1, Manager TR-CAN were behind me.

When I got to my door, I was fumbling my keys. I remember telling Complainant 1, Manager TR-CAN “Don’t got back there, it’s a bad move”. I told her this because I didn’t want her to make a mistake in public. If I handled this clumsily then I apologize. I was trying to do the right thing and stop them from making a mistake.

Richard said “ I think Complainant 1, Manager TR-CAN responded by saying she couldn’t go back to her room, I think she said because she was locked out or something, I can’t remember...”

He said there was no additional interaction with Complainant 1, Manager TR-CAN after that. Rich does not know where Complainant 1, Manager TR-CAN went after that because he went inside his room and closed the door. He said he did not know where Witness 5, Director TR-AUS was at, he said he may have been in the blind spot in the corridor since Complainant 1, Manager TR-CAN continued to look back as if she was looking at someone.

Richard stated that his intention was to prevent Witness 5, Director TR-AUS and Complainant 1, Manager TR-CAN from making a mistake and didn’t want them to have sex in a public place, especially considering that there were families staying in the lodge. He wanted to stop this behavior and said that maybe while he was doing that, he may have made Complainant 1, Manager TR-CAN feel uncomfortable, which he apologizes for (if that was the case).

Richard ended the conversation by saying “The idea that I made any sexual advances is not true. I may have been clumsy in the handling of this situation, and if I was, that would be my fault”.

Richard also mentioned that Bryan text Rich that he was disappointed in “what [Complainant 1, Manager TR-CAN] was up to” and was disappointed in her behavior.

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Enclosure 25

Statement of Actions

Source: Art delaCruz (President and COO, TR USA)

Provided to: Shantal Merchain (Manager HR Ops, TR USA) on 26 August 2019

On Friday, 23 August 2019, Josh Anderson, Shantal Merchain, and Art delaCruz were reviewing statements. There was only one instance in the interviews where Josh and Shantal (the interviewers) interpreted / heard something different and that was in the Sharp investigation. Josh noted in Encl. 24 that Richard had stated "Witness 5, Director TR-AUS had made jokes in text to Jake Wood and I (about Complainant 1, Manager TR-CAN) earlier in the night." I asked Shantal about it who did not remember hearing that. So, I asked Jake about it; he gave me his phone, and with Shantal, we searched through all emails, WhatsApp messages, and texts and there was zero correspondence with Witness 5, Director TR-AUS.

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Enclosure 26

Verbal Statement

Source: Witness 5, Director TR-AUS

Provided to: Josh Anderson (Deputy Director Talent, TR USA) on 26 August 2019

On Monday, August 26, Josh Anderson spoke with Witness 5, Director TR-AUS via phone. Vis a vis Richard Sharp's reference to a text thread between himself, Witness 5, Director TR-AUS, and Jake Wood during conference, Josh asked Witness 5, Director TR-AUS directly whether he had any recollection of a text thread (or other communication medium - via WhatsApp, email, or otherwise) with Jake Wood and Richard Sharp during the August Conference in Colorado. Witness 5, Director TR-AUS said there was no ongoing text conversation among the three of them, via any medium, during the conference. Witness 5, Director TR-AUS said he'd be forthcoming if there were any such text thread, but that no such message thread existed that included those three individuals. Witness 5, Director TR-AUS offered that he'd be happy to answer any other questions that come up and he wishes he could be more helpful. He made small talk with Josh, wished Josh well, and the call ended.

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